

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

| | | |
|--|---|--|
| In re: |) | Chapter 11 |
| |) | |
| W.R. Grace & Co., <i>et al.</i> , ¹ |) | Case No. 01-01139 (JKF) |
| |) | (Jointly Administered) |
| |) | |
| Debtors |) | Objection Deadline: <i>July 23, 2012</i> |

**SUMMARY APPLICATION OF KAYESCHOLER LLP FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES
AS SPECIAL COUNSEL FOR INTELLECTUAL PROPERTY FOR W.R. GRACE &
CO., ET AL.,
THROUGH THE MONTHLY PERIOD OF April 30, 2012**

| | |
|---|---|
| Name of Applicant: | <u>Kaye Scholer LLP</u> |
| Authorized to Provide Professional Services to: | <u>W. R. Grace & Co., et al., Debtors and Debtors-in-Possession</u> |
| Date of Retention as Special Counsel for Intellectual Property | <u>Retention Order entered April 7, 2010</u> |
| Period for which compensation and reimbursement is sought | <u>April 1, 2012 - April 30, 2012</u> |
| Amount of Compensation sought as actual, reasonable and necessary: | <u>\$3,181.54</u> |
| Amount of Expense Reimbursement sought | <u>\$0.00</u> |

¹ The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn, A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food' N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville, Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II, Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-g II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc., (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation Gracoal, Inc., Gracoal II, Inc., Guantica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc., (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc., Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc., (f/k/a Nestor-BNA, Inc.), MRA Staffing System, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc., Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Applicant Kaye Scholer LLP submits this application for fees and expenses for the month of April 2012. This is the fourth application for compensation for services that has been filed with the Bankruptcy Court by Kaye Scholer LLP for the 2012 calendar year. Previously, Kaye Scholer was appointed Ordinary Course Professional. On April 7, 2010, based on a motion made by Debtor on February 11, 2010, the Bankruptcy Court entered an order authorizing Kaye Scholer LLP to provide further services to Debtor as Special Counsel for Intellectual Property.

The monthly applications previously filed by Kaye Scholer LLP are shown in the following table:

| Period Covered | Date Filed | Requested Fees | Requested Disbursements |
|-----------------------|------------------|----------------|-------------------------|
| 01/01/2012-01/31/2012 | February 9, 2012 | \$14,727.83 | \$0.00 |
| 02/01/2012-02/29/2012 | March 22, 2012 | \$13,260.33 | \$0.00 |
| 03/01/2012-03/31/2012 | April 12, 2012 | \$3,956.38 | 0.00 |

During this fee period, Kaye Scholer LLP provided intellectual property services in connection with various matters, which are detailed in the attached fee schedules for the matters, and a procedural matter relating to preparation of petitions for submission to this court.

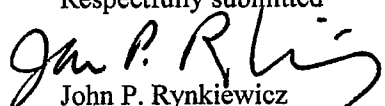
The Kaye Scholer professional who rendered the legal services during the fee period is:

| Name of Professional | Position with the Applicant | Year Admitted to Bar | Department | Hourly Billing Rate | Total Billed Hours | Total Fees Generated |
|----------------------|-----------------------------|----------------------|-----------------------|---------------------|--------------------|----------------------|
| John P. Rynkiewicz | Counsel | 1981 | Intellectual Property | \$587.00 | 5.42 | \$3,181.54 |

Total Fees: \$3,181.54

WHEREFORE, Applicant respectfully requests (a) that an allowance be made to it, as fully described above, for (i) 80% of the amount of \$3,181.54 for reasonable and necessary professional services Applicant has rendered to the Debtors during the Fee period (April 1, 2012-April 30, 2012), and (b) that the fees are payable as administrative expenses of the Debtors' estates.

Dated: April 4, 2012

Respectfully submitted

 John P. Rynkiewicz
 Kaye Scholer LLP
 901 Fifteenth Street, N.W.
 Washington, D.C. 20005
 (202) 682-3671
 jrynkiewicz@kayescholer.com

KAYE SCHOLER LLP

The McPherson Building
 901 Fifteenth Street, N.W.
 Washington, D.C. 20005-2327
 202.682.3500
 www.kayescholer.com
 Fed. Identification No. 13-1672623

TO: W.R. Grace & Co.-Conn
 7500 Grace Drive
 Columbia, Maryland 21044
 Attn: Robert A. Maggio, Esq.

May 31, 2012

RE: BELL GRACE
 Our File Number: 63812/0114

Invoice#: 704038

PAGE: 1

INVOICE FOR PROFESSIONAL SERVICES RENDERED THROUGH 04/30/2012

| | <u>Hours</u> |
|--|--------------|
| 04/05/2012 Rynkiewicz, John P Review BELL GRACE application, status and issues in potential opposition; review and research status of current uses by Nichiha; prepare detailed summary and issues for R. Maggio re decision to oppose; check deadlines and advise re same. | 2.45 |
| 04/06/2012 Rynkiewicz, John P Conference call with R. Maggio regarding BELL GRACE trademark opposition, issues, risks and deadlines; review USPTO records, prior protest letter/arguments; emails re same. | 1.45 |
| 04/09/2012 Rynkiewicz, John P Review files, email confirmation on Grace decision not to proceed with Opposition proceeding; close files. | 0.35 |
| Total Hours..... | 4.25 |
| Fees through 04/30/2012..... | \$2,494.75 |

-----TIME AND FEE SUMMARY-----

| | Rate | Hours | Fees |
|------------------------------|----------|-------|------------|
| Rynkiewicz, John P | \$587.00 | 4.25 | \$2,494.75 |
| Fees through 04/30/2012..... | | 4.25 | \$2,494.75 |

KAYE SCHOLER LLP

TO: W.R. Grace & Co.-Conn

May 31, 2012

RE: BELL GRACE

Invoice#: 704038

Our File Number: 63812/0114

PAGE: 2

-----OUTSTANDING BALANCE-----

| Invoice# | Date | Amount |
|-------------------------------------|------------|--------------------------|
| 674225 | 07/15/2011 | \$472.87 |
| 678875 | 08/31/2011 | 141.75 |
| 681386 | 09/29/2011 | 81.10 |
| 682908 | 10/13/2011 | 56.70 |
| 685369 | 11/07/2011 | 368.55 |
| 688465 | 12/12/2011 | 3,458.70 |
| 692940 | 01/31/2012 | 601.47 |
| 697374 | 03/19/2012 | 587.00 |
| Prior Balance Due..... | | <u>\$5,768.14</u> |
| Fees this Invoice..... | | <u>\$2,494.75</u> |
| Total Due this Invoice..... | | <u>\$2,494.75</u> |
| Prior Balance Due (from above)..... | | <u>5,768.14</u> |
| TOTAL DUE..... | | <u>\$8,262.89</u> |

Please remit payment within thirty (30) days.

 IF PAYMENT HAS ALREADY BEEN MADE, PLEASE DISREGARD OUTSTANDING AMOUNT(S).

KAYE SCHOLER LLP

The McPherson Building
901 Fifteenth Street, N.W.
Washington, D.C. 20005-2327
202.682.3500
www.kayescholer.com
Fed. Identification No. 13-1672623

WIRE TRANSFER INSTRUCTIONS

Bank: Citibank, N.A.
666 5th Avenue
New York, New York 10103
Attention: Yoannis Cepeda
Telephone: 212.559.1980

ABA Routing Number: 021000089
Bank Identification Code/SWIFT Code: CITIUS33
Account Name: Kaye Scholer LLP
Account Number: 9981494431

RE: W.R. Grace Trademarks
Our File Number: 63812/0114
Invoice Number: 704038
Total Amount Due: \$8,262.89

Where applicable, please include our file number(s) or invoice number(s).

Thank you for your payment.

KAYE SCHOLER LLP

The McPherson Building
 901 Fifteenth Street, N.W.
 Washington, D.C. 20005-2327
 202.682.3500
 www.kayescholer.com
 Fed. Identification No. 13-1672623

TO: W.R. Grace & Co-Conn.
 7500 Grace Drive
 Columbia, Maryland 21004
 Attn: Robert A. Maggio, Chief Patent Counsel

May 31, 2012

RE: Davison FCC
 Our File Number: 63812/3002
 Client Reference: 100075

Invoice#: 704039

PAGE: 1

INVOICE FOR PROFESSIONAL SERVICES RENDERED THROUGH 04/30/2012

| | <u>Hours</u> |
|---|--------------|
| 04/03/2012 Rynkiewicz, John P | 0.50 |
| Review ENCORE applic, advise Grace re handling going forward. | |
| Total Hours..... | 0.50 |
| Fees through 04/30/2012..... | \$293.50 |

-----TIME AND FEE SUMMARY-----

| | Rate | Hours | Fees |
|------------------------------|----------|-------|----------|
| Rynkiewicz, John P | \$587.00 | 0.50 | \$293.50 |
| Fees through 04/30/2012..... | | 0.50 | \$293.50 |

| | |
|-----------------------------|-----------------|
| Fees this Invoice..... | \$293.50 |
| Total Due this Invoice..... | <u>\$293.50</u> |

Please remit payment within thirty (30) days.

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WIRE TRANSFER INSTRUCTIONS

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666 5th Avenue
New York, New York 10103
Attention: Yoannis Cepeda
Telephone: 212.559.1980

ABA Routing Number: 021000089
Bank Identification Code/SWIFT Code: CITIUS33
Account Name: Kaye Scholer LLP
Account Number: 9981494431

RE: W.R. Grace Trademarks
Our File Number: 63812/3002
Invoice Number: 704039
Total Amount Due: \$293.50

Where applicable, please include our file number(s) or invoice number(s).

Thank you for your payment.

KAYE SCHOLER LLP

The McPherson Building
 901 Fifteenth Street, N.W.
 Washington, D.C. 20005-2327
 202.682.3500
 www.kayescholer.com
 Fed. Identification No. 13-1672623

TO: W.R. Grace & Co.-Conn
 Legal Department
 7500 Grace Drive
 Columbia, Maryland 21044
 Attn: Robert A. Maggio, Esq.

May 31, 2012

RE: Special Counsel
 Our File Number: 63812/0108
 Client Reference: 100071

Invoice#: 704036

PAGE: 1

INVOICE FOR PROFESSIONAL SERVICES RENDERED THROUGH 04/30/2012

| | <u>Hours</u> |
|---|--------------|
| 04/27/2012 Rynkiewicz, John P | 0.67 |
| Work on monthly fee application and draft quarterly fee application for 20% hold back amount. | |
| Total Hours..... | <u>0.67</u> |
| Fees through 04/30/2012..... | \$393.29 |

-----TIME AND FEE SUMMARY-----

| | Rate | Hours | Fees |
|------------------------------|----------|-------------|-----------------|
| Rynkiewicz, John P | \$587.00 | 0.67 | \$393.29 |
| Fees through 04/30/2012..... | | <u>0.67</u> | <u>\$393.29</u> |

-----OUTSTANDING BALANCE-----

| Invoice# | Date | Amount |
|----------|------------|----------|
| 628642 | 03/31/2010 | \$484.20 |
| 637196 | 06/30/2010 | 1,008.17 |
| 643961 | 09/09/2010 | 321.37 |
| 647689 | 10/18/2010 | 217.65 |
| 650341 | 11/04/2010 | 180.31 |
| 654089 | 12/10/2010 | 528.44 |
| 660967 | 02/28/2011 | 94.12 |
| 664052 | 03/31/2011 | 75.98 |

KAYE SCHOLER LLP

TO: W.R. Grace & Co.-Conn

May 31, 2012

RE: Special Counsel
 Our File Number: 63812/0108
 Client Reference: 100071

Invoice#: 704036

PAGE: 2

| Invoice# | Date | Amount |
|-------------------------------------|------------|--------------------------|
| 666741 | 04/30/2011 | 189.38 |
| 669561 | 05/31/2011 | 122.47 |
| 672310 | 06/27/2011 | 131.54 |
| 674222 | 07/15/2011 | 56.70 |
| 678870 | 08/31/2011 | 65.77 |
| 681374 | 09/29/2011 | 104.33 |
| 682895 | 10/13/2011 | 47.63 |
| 685365 | 11/07/2011 | 65.77 |
| 688460 | 12/12/2011 | 95.26 |
| 692932 | 02/02/2012 | 161.03 |
| 693784 | 02/08/2012 | 38.74 |
| 697372 | 03/19/2012 | 245.37 |
| 699312 | 04/11/2012 | 293.50 |
| Prior Balance Due..... | | <u>\$4,527.73</u> |
| Fees this Invoice..... | | <u>\$393.29</u> |
| Total Due this Invoice..... | | <u>\$393.29</u> |
| Prior Balance Due (from above)..... | | <u>4,527.73</u> |
| TOTAL DUE..... | | <u>\$4,921.02</u> |

Please remit payment within thirty (30) days.

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New York, New York 10103
Attention: Yoannis Cepeda
Telephone: 212.559.1980

ABA Routing Number: 021000089
Bank Identification Code/SWIFT Code: CITIUS33
Account Name: Kaye Scholer LLP
Account Number: 9981494431

RE: W.R. Grace Trademarks
Our File Number: 63812/0108
Invoice Number: 704036
Total Amount Due: \$4,921.02

Where applicable, please include our file number(s) or invoice number(s).

Thank you for your payment.